Online classified,

Fintech

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# Financial Report

Digit conte adve

for the period of 12 months ended April 30, 2019 ... and fourth quarter ended April 30, 2019



Mobile applications games

Pomegranate Investment

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## Highlights of the Reporting Period

- The net asset value of the Company was EUR 108.8 mln on April 30, 2019 corresponding to EUR 20.1 per share, compared with NAV per share of EUR 18.9 as per January 31, 2019.
- Pomegranate continues to first establish IRR (Iranian Rial) based valuations for all the portfolio companies, regardless of past EUR denominated transactions, and then to use data from the new foreign exchange trading platform known as "NIMA" for translations from IRR into EUR valuations. As per April 30, 2019 the mid NIMA spot rate had decreased by 14.3% compared with January 31, 2019 and consequently there is a -14.3% FX effect on all portfolio company valuations. The IRR based NAV of Sarava, our largest holding, following its annual NAV review increased more than the negative FX effect, resulting in a positive adjustment of the Sarava EUR value compared with previous quarter. Mainly driven by DK and substantially by CB and Alibaba Travel, key beneficiaries of (foreign) competition vacuum. The FX affect in the model valuations of Sheypoor our second largest portfolio is partly offset by continued growth since the previous quarter.
- The underlying IRR valuation of Sheypoor increased by 7% in the quarter while Navaar was largely unchanged and the resulting EUR valuations decreased by 10% and 14% respectively due to the weakening of Rial in the quarter. The EUR valuation of Sarava increased by 14% in the quarter. Due to continued rally of the Tehran stock market the GIF fund EUR NAV increased by 15% in the quarter.

- The Board together with the management team has decided that in order to further reduce costs, as well as account for a somewhat smaller team, Pomegranate plans to change its quarterly reporting to bi-annual reporting starting from the financial year May 1, 2019 April 30, 2020. At the same time, the return to quarterly reports for a later listing once the environment improves will be unproblematic and swift.
- Cash and cash equivalents amounted to EUR 16.8 million as per April 30, 2019 (April 30, 2018: 23.4). Additionally, the Company had liquid investments with Griffon Capital at a value of ca EUR 2.8 million as per April 30, 2019, which means a total sum of cash and liquid investments of EUR 19.6 million.
- The number of outstanding shares at the end of the period was 5,404,601. Following expiration of 85,000 warrants on December 31, 2018, the number of outstanding warrants amounts to 107,500 as per April 30, 2019.

## Letter from the Managing Director

#### Dear fellow share owners,

The Iranian e-commerce compounded annual growth rate since 2014, as percentage of GDP, has been approximately 25% and broadly in line with the wider Middle East region while slightly ahead of average global growth rates for the same. Considering the increasing uncertainty and deteriorating macro environment impacting Iran over the past couple of years this is a notable achievement and a sign of structural changes in the local economy with three important drivers.

Firstly, it is about a young population and the growth of urbanisation. Secondly, the burgeoning use of the internet and smartphones by the local population where, based on recent data published by the eCommerce Development Center of Iran, some 73% of Iranians had access to the internet in 1397 (the Iranian calendar year ending 20 March 2019). Thirdly, the rapid changes in purchasing behaviour and habits of Iranians that has mushroomed the demand for the Iranian e-economy. With e-commerce estimated to constitute some 0.5-0.7% of GDP, a far cry from 5% in Europe, and the resilience we have witnessed so far, I do not envisage this picture to change materially any time soon despite the prevailing challenges.

As always it is imperative to find the right balance between the macro and micro environment in order to report a credible NAV. Whilst I do not see any signs of improvement in regards to the headwinds Iran is facing, what I see at portfolio level is that our companies continue to thrive. As I have touched upon in the past this is despite, but sometimes due to, the external environment. The latter is principally about the absence of international competition, in tandem with severely restricted funding, working in favour of our portfolio companies.

We have over the years established a very robust valuation process with our local partners where all our portfolio companies are reviewed through a bottom up process and ultimately top down adjusted with an appropriate exchange rate. For the first time we have now incorporated two independent external valuations - one international and one domestic - in the procedure for Digikala and Alibaba Travel (part of Tousha Group).

The bottom line is our NAV has increased by 6.4% over the quarter, from EUR 18.90 to EUR 20.10 per share mainly driven by the annual revaluation of Digikala, Café Bazar and Tousha Group. Whilst it can feel somewhat counterintuitive with a quarterly increase in the NAV given the current news flow around Iran, the numbers reflect that the vast majority of our portfolio companies are rapidly growing, consolidating their market shares with some of them emerging as national household names.

We maintain a high operational involvement in all companies where we are directly invested and the same for the larger indirect holdings. During past year we have had a strong and productive focus on further cost reduction and capital preservation. Our position of EUR 19.6 million in cash, along with our liquid investments, secures our funding requirements several years ahead ensuring we do not get diluted or miss out on follow-on investment opportunities.

The work on restructuring Sarava that commenced in the summer of 2018 continues and will be a major milestone when completed. Following a long and rigorous process involving months of intensive studies and consultations with our partners and external experts, we have started to implement a new structure leaving international shareholders holding the corresponding Sarava portfolio stakes directly through an international holding company, while domestic shareholders will mirror that through a similar local structure. The exception is the early seed and middle stage startups where international names will not be engaged as we believe these companies are best served by domestic capital.

Our guiding principles in regards to this exercise have been to secure the interest of local entrepreneurs by safeguarding transition of international managerial experience and technical knowledge.

#### Company section

**Digikala** – continues its transformation to a world class asset. The burn rate has been drastically reduced with an increased focus to move towards profitability anchored by double digit gross margins.

The company succeeded in reducing costs and cash burn while continuing to invest in infrastructure. As a result cash flow significantly improved while the business enjoyed strong growth. Compared to the previous year, gross profit (PC1) and EBITDA have increased by 3% and 4.5% respectively. A few highlights from the main business lines below:

*Marketplace:* a platform that holds a wide range of products - some 1.5 million SKU's at the time of writing - with verified active sellers amounting to 10,000. At the end of the last fiscal year (20 March 2019) the platform accounted for 60% of GMV.

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4

**Digifresh:** online supermarket launched in Tir 1397 (July 2018) and where Rokoland, the main player in this space, was acquired to expand activity. Fast moving consumer goods (FMCG) are sold on the platform with the competitive advantage being swift deliveries.

**Digipay:** online payment service launched in 1397. The objective is to create a sustainable and comprehensive payment solution with a focus on mobile payments including wallet, B2B and P2P services, credit shopping, mobile app and web services.

Digikala's main objective is to reach 40 million customers by 1400. In 1398 the primary focus will be artificial intelligence (AI), robotics and product discovery while beyond that entering into the advertising technology sector, expanding into locally produced FMCG while improving supply, fulfilment and logistics.

**Café Bazaar** – a story of significant transformation and revaluation. Among our direct and indirect investments probably the single biggest beneficiary from the absence of global competition (i.e. Apple, Google etc).

Café Bazaar is the leading consumer internet company that runs Bazaar, the largest Android application in the country, serving more than 40 million Persian speaking users around the globe through their Bazaar app store. They also own Divar, the leading classified advertising platform in Iran, as well as Balad, an application that provides map navigation, based on the real-time traffic data, as well as guidance by Persian voice commands.

The philosophy of the group is to expand ongoing activities while consolidating the leading position in the app marketplace and online classified market, particularly in the real estate vertical. Beyond that, boosting activities in the field of content and online video streaming, moving into new areas such as online mapping and cloud services. Investing in and expansion into AI related activities, especially in the audio field to enable users to engage with the Balad application and other products through voice command.

By the end of 1397, the number of applications offered by developers on Bazaar reached 163,000 across free and paid apps. Of these 31,000 are games while 132,000 are program applications. Iranian developers earned more than IRR 2,500 billion on the Café Bazaar platform in 1397. Compared to last year the revenue generated from games has increased by 60%. Café Bazaar is now firmly cemented as the 'iTunes of Iran' with many more innovations to be launched which has lead us to revalue this position quite significantly. The latter is also driven by Divar which, alongside Sheypoor, continues to grab market share from offline businesses.

Alibaba Travel - the key new addition among our indirect holdings, part of the Tousha Group, with an online travel business that is simply off the charts driven by the concept of staycation - holidaying at home. This is a sector I am particularly passionate about representing a decentralised EUR 900 billion industry globally by 2020. Iran will no doubt claim its fair share with the domestic population, despite macro impediments, have shown strong appetite for domestic travels with planes and buses running at capacity.

Tousha Group consists of Alibaba Travel, the online travel agency offering tickets for flights, train, buses as well as tours and medical tourism, Zoraq, one of the first online travel agencies founded in 2010 that Sarava invested in and merged into Tousha Group last year and finally Jabama, the hotel booking website for local and international reservations launched in 2015.

All three companies have in common outstanding founders by any global comparison.

+100% growth while being break-even gives you an idea about the dynamics in this field combined with entrepreneurial excellence.

With 45% of online travel market share and the highest Alexa ranking among Iranian online travel agencies, Alibaba is the leading online travel agency domestically. Selling some five million tickets in 1397, Alibaba's GMV showed a massive growth of 145% and is expected to demonstrate a three-digit growth next year. A similarity driven five year comparison of Alibaba's growth with that of its global peer Expedia indicates that Alibaba will experience a healthy growth over the next few years.

**Sheypoor** - continues to grow organically while maintaining the the gap towards Divar with the much valued support of Christoffer Norman, former COO of Avito, at board level.

**Navaar** – in the process of completing a small follow-on offering as the company surprises us with growth in tandem with profitability. Looking

5

ahead, we are confident the company is well positioned to grab further market share.

**Bahamta** – still very early days, however, the growth in all top line metrics have really taken off in the last couple of months. We are hopeful that the trend will continue and that the company will seize the opportunity we are convinced the space represents.

Griffon – our trusted partner continues to expand their local presence.

### To summarise

More than ever it is a story of stark contrast between the macro and micro environments in and around Iran. Whilst nothing suggests the former is about to change for the better, it remains a fact that our portfolio companies continue to perform strongly.

A number of our local partners and companies devoted their Nowruz holiday to a field trip to study eastern business models in the shape of successful startups across China, India and Vietnam meeting with the top companies in the local ecosystems. As it I happens, I travelled to Japan for a private holiday around the same time, but still managed to collect some interesting data points. What is interesting is how remarkably similar our collective findings turned out to be:

We observed a substantial e-economy customer base, even in percentage of population, driven by a mobile first strategy. Smaller and medium sized cities stood out as extremely important for future growth. Last but not least, comprehensive policies protecting domestic businesses have been a vital part of these success stories. Across the board we observed domestic brands that over time became national champions and where consolidation is a substantial part of that process. We have no reason to doubt these dynamics will turn out any different in Iran.

Our hard work remains operationally focused, with asset restructuring and consolidation being integral parts as outlined above. We strive to further cut costs and protect capital. One further such step is moving to semi-annual reporting. It simplifies the process and is more efficient while keeping all doors open for the future.

Greetings from Stockholm, Florian

### Pomegranate portfolio and valuation

As per April 30, 2019, the valuations of Sheypoor and Navaar are based on models, since it is more than 12 months since the latest transaction and the underlying businesses of the companies are performing well. Sarava's valuation is based on its's annual NAV review following the end of Iranian financial year 1397 and for the first time Sarava has also had external valuations performed for two of its largest holdings – namely Digikala and Tousha/Alibaba Travel. Griffon Capital and Bahamta are valued using FX adjusted value of latest transactions as the best basis for fair value. The events in mid 2018, with the US withdrawing from the JCPOA, resulted in macroeconomic volatility initially prompting the implementation of a fixed exchange rate mechanisms in an attempt to stabilise the currency. Naturally this presented a certain challenge as to how to properly reflect the true and fair value of portfolio companies in Pomegranate's reporting currency of EUR.

However, the situation has stabilized and in August 2018, the new foreign exchange trading platform locally known as "NIMA" started to operate, and is designed to work as an official secondary market for foreign currency exchanges for exporters, importers, banks and other exchange houses, for approved types of companies, sectors and transfer types. The vast majority of import- / export flows are reportedly now traded through NIMA and some of our portfolio companies have had access and confirmation of its applicability to their FX needs. Therefore Pomegranate uses the specific data points from NIMA as guideline for all relevant translations between IRR and EUR.

For establishing EUR valuations as per the reporting date Pomegranate use the mid NIMA corporate transfer spot rate as per April 30, 2019. For portfolio companies whose valuation is based on recent transactions, Pomegranate's starting point has been to establish the underlying/implied local currency valuations in the recent transactions based on the prevailing EUR/IRR exchange rate at the time and then re-convert into EUR based on the mid NIMA EUR/IRR spot rate as of April 30, 2019. The Sarava NAV is also translated into EUR, based on the same updated mid NIMA EUR/IRR spot rate as of April 30, 2019. Updated valuations of Sheypoor and Navaar have been modelled using IRR as a basis and then also translated into EUR based on the NIMA EUR/IRR spot rate as of April 30, 2019.

## Investment Portfolio

Portfolio Overview, EUR

	Fair Value, Apr 30, 2019	Percentage weight	Fair Value, Jan 31, 2019	Change in value in EUR since Jan 31, 2019
Company				
Sarava	71,780,326	65.3%	62,877,958	14.2%
Sheypoor	16,945,871	15.4%	18,734,820	-9.5%
Navaar	1,000,504	0.9%	1,169,288	-14.4%
Griffon Capital (Equity)	326,046	0.3%	380,563	-14.3%
Bahamta	226,859	0.2%	264,791	-14.3%
Total portfolio companies	90,279,606	82,1%	83,427,420	
Other financial assets				
Griffon Flagship Fund	1,959,949	1.8%	1,699,320	15.3%
Griffon Managed Account	812,644	0.7%	903,690	-10.1%
Sheypoor call option	90,779	0.1%	118,600	-23.5%
Total other financial assets	2,863,372	2.6%	2,721,609	
Cash and bank	16,793,998	15.3%	17,273,861	
Total investment portfolio	109,936,977	100%	103,422,890	
Other net liabilities	-1,162,627		-1,189,635	
Total Net Asset value	108,774,350		102,233,256	
NAV per share, EUR	20.1		18.9	6.4%

### Cash and bank, 15.3% Sheypoor call option, 0.1% Griffon Managed Account, 0.7% Griffon Flagship Fund, 1.8% Bahamta, 0.2% Griffon Capital (Equity), 0.3% Navaar, 0.9% Sheypoor, 15.4%



Sarava is technology investment company and a pioneer in Internet and E-commerce investments in Iran.

» Read more on page 9.



Sheypoor is Iran's second largest online classifieds company, offering a platform for users to buy and sell their products quickly and easily free of charge. » Read more on page 14.



Griffon is an investment boutique providing M&A advisory as well as Asset Management services. » Read more on page 15.



Navaar is Iran's leading digital audio book production and distribution platform. » Read more on page 17.



Bahamta offers mobile based peer-to-peer monetary transfers, as a better alternative to traditional card-to-card or account-to-account transfers.

» Read more on page 18.

## Sarava



Sarava is a consumer technology investment company and a pioneer in Internet and e-commerce investments in Iran. The Company has established a unique track record in supporting local entrepreneurs to build some of the most successful consumer technology companies in the country and region. Sarava's investment focus is on companies operating in the universe of internet, mobile, e-commerce, games, cloud computing and software as a service ("SaaS"). The company is one of the very few technology investment companies in the region

and particularly the only one of its size in Iran. Sarava currently has invested in more than 35 companies, among others - Iran's leading E-commerce company Digikala, the largest Persian Android marketplace Café Bazaar, including the online classifieds company Divar, the first digital marketing holding in Iran - PPG (which includes A-Network, ADRO, and ADAD and Digital marketing Agencies), Online Travel Agency ("OTA") Alibaba and technology accelerators such as Avatech and many more.

Sarava is an active investor in its portfolio companies and a significant part of Sarava's operations is focused on providing support and knowledge-sharing within the company's network.

In February 2018 Sarava initiated a funding round in which Pomegranate invested EUR 12.7 million. Following the latest fundraising Pomegranate's stake in Sarava amounts to 15.7% as per April 30, 2019.

As per April 30, 2019 Pomegranate's holding in Sarava is valued based on the local currency/IRR NAV of Sarava, which has been established based on recent annual review of all portfolio companies after the end of Iranian financial year 1397 (ending 20 March 2019). Valuation of the portfolio companies in the annual review is in turn based on a combination of valuation models and last transaction of its portfolio companies. Since all of the key portfolio companies have developed significantly in 1397 the resulting Sarava local currency NAV increased despite taking current environment into consideration and was established at IRR 50,400 billion as per April 30, 2019.

Lastly Pomegranate translates the IRR NAV of Sarava into EUR based on the mid NIMA EUR/IRR spot rate of 110,201 as of April 30, 2019.

### Key Investment Data

Sector Company founded First investment **Board representation** 

Internet & E-commerce 2011 2014 1 out of 7

71.8<sub>meur</sub> 15.7%

Fair value in portfolio. Apr 30, 2019

Pomegranate's

ownership



4.2% Change in company fair value, Feb 2019 - Apr 2019



E-commerce App & Classifieds OTA Acceleration & Innovation Online Food Ordering Media & Ad Other

Valuation basis: FX adjus	sted End 1397 IRR NAV
IRR bn	EUR million
50,400	457.3
7,910	71.8
	50,400

Excess cash

For more information, please visit the company's website: www.saravapars.com/en

## Sarava Holdings

### diqikala

### SECTOR: E-COMMERCE Digikala Group is the first, largest and leading e-commerce company in Iran

which is active in various categories of Retail, Marketplace, Fashion, Digital content, and Online Supermarket. It has an estimated market share of 94%.

Digikala's growth strategy is inspired by the likes of Amazon and Alibaba in China, adjusted to an Iranian context. Marketplace expansion continues and it represented about 60% of GMV in the last few months. Category expansion into FMCG and food delivery products has also been successful. An enormous, world class transformation from 4 years ago when Pomegranate first invested. In the current environment working capital, imports and inventory management are of special importance to manage but technology as well as Digikala's scale enables them to manage this quite well.

### Market place

Marketplace platform has shown very strong results in terms of both merchant and customer acceptability with a growing selection of products. The platform now holds a wide range of products (about 1.5 million SKUs at the time of writing the report) and the number of verified active sellers amounts to 10,000. At the end of the last Iranian fiscal year (20 March 2019) the Marketplace accounted for 60% of GMV. Digikala has developed world class services for its third party retailers in everything from onboarding, online content, storage and delivery, and now also monetise this service offering.

In the fall of 2016 Digikala launched DIGISTYLE Digistyle (DS), an online fashion store. Digistyle is now the leading online apparel e-commerce in Iran, and has continued to build exclusive partnerships with local and international brands with the aim of increasing the number of its well-known brands. The strategy is creating synergy by leveraging Digikala fulfilment center and logistic capabilities and addressing customers' needs were the main motives for the investment in apparel and fashion category. Digistyle contributed cash and positive EBITDA to group performance in 1397.

### Digifresh



Digikala's online supermarket called Digifresh was launched in July 2018. Digikala acquired Rokoland, the main player of this market, to expand its activity. Digifresh's competitive advantage lies in its ability to deliver fast, with a focus on both fresh and dry staple foods and







### Number of active customers<sup>3)4)</sup> thousands 4,500



Alexa web traffic rank in Iran<sup>4)</sup>



1) Standard definition - unique customers identified in the reporting period (Unique visitors refers to the number of distinct individuals requesting pages from the website during a given period, regardless of how often they visit)

2) Sales volume: Items dispatched to customers (non-GAAP sales) after rejections made.

3) Number of active customers: Total customers having recorded a purchase in the TT12M.

4)	Iranian year	Starts	Ends
	1392	mar 2013	mar 2014
	1393	mar 2014	mar 2015
	1394	mar 2015	mar 2016
	1395	mar 2016	mar 2017
	1396	mar 2017	mar 2018
	1397	mar 2018	mar 2019

In addition to the aforementioned main business lines, Digikala group has invested in, and is developing four new areas:

**Online Payment (Digipay): Digipay** started its activity in 1397. Its objective is to create a sustainable and comprehensive payment solution with a focus on mobile payments. Digipay solutions include wallet, B2B services, P2P services, credit shopping, mobile app and web services.

**Digikalanext:** Digikalanext was founded to accelerate the generation of innovative ideas and create new values for customers. It is located in Innovation Factory, and a part of its mission is to invest (cash-based) in startups with a proven track record and transfer knowledge and know-how to them.

**Digicloud:** an advanced cloud computing service which provides service for individuals, and large and medium businesses as well as meeting Digikala Group's own needs.

Ad Services: As a destination to purchase a vast number of goods in the Iranian market and a host of millions of daily users, Digikala's platform is an ideal place for various brands and producers to market and advertise on. Moreover, by using big data on customer's behavior and interest, it can offer unique advertising services to advertisers.

#### **Digikala Group Performance**

Digikala Group's GMV has been growing significantly in recent years. It has experienced massive growth at a CAGR of 84% from Iranian year 1392 to 1397. During the past year, the company's strategy was to scale up the size of its marketplace and develop infrastructures underlying Digifresh expansion. With the successful implementation of this strategy, Digikala was able to increase the number of items sold by 65% and delivered more than 20 thousand daily average orders to customers in 1397. GMV in local currency terms grew by 41% in Iranian year 1397 which is a great achievement considering some of the challenges brought about by the changing environment, including supply side disruptions most notably on mobile phones and other import electronics. However, generally we observe a big shift towards online vis a vis off-line retail which is Digikala's biggest competition, the challenges for off-line retail in the current economic environment are significant.

It is worth mentioning that besides successfully broadening its offering, Digikala succeeded in reducing costs and cash burn in the year of economic crisis. As a result, the financial metrics of EBITDA and cash flow significantly improved while the business enjoyed the maximum possible growth. Compared to the last year, PC1 and EBITDA have increased by 3% and 4.5%, respectively.

GMV is defined as value of gross sales made in a given period after cancellations, including VAT but prior to discounts and rejections with returns from customer having been recognised (with measurement on invoice issue/ shipped date). The valuation of Digikala in local currency IRR in the NAV of Sarava is based on an average of a combination of valuation methods, including publicly listed peers multiples, private transactions of peer companies and DCF. Public and private peer group multiples have been applied to both Last Twelve Months (1397) and Next Twelve Months (1398) GMV and Revenue. For Sarava's annual valuation update two investment banks have also performed independent valuations of Digikala as input for the determined final valuation as per April 30, 2019. Digikala Group represents about 67% of Sarava NAV in local currency.

For more information, please visit the company's website: www.digikala.com www.digistyle.com

11

## Sarava Holdings

SECTOR: CLASSIFIEDS & MOBILE Sarava's second largest holding – Café Bazaar Group is a leading consumer internet company in Iran that runs the largest local Android application marketplace for Persian speaking

countries. Café Bazaar was established in 2010/2011 and was the first company to enter the mobile application distribution business in Iran. 40 million Iranian users have installed Café Bazaar's application on their phones. Of this figure, more than 0.5 million users live outside Iran. Moreover, in 1397, more than 1.6 billion applications were downloaded and updated from Café Bazaar. Café Bazaar is monetizing its appstore and the company maintains its market share at about 85-90% percent. By the end of 1397, the number of applications offered by developers on Bazaar reached 163 thousand, which includes free and paid apps. Of this figure, 31 thousand are games and 132 thousand are program applications. Café Bazaar is also focusing on several growth strategies including Persian map, GPS navigation application and cloud services.

Café Bazaar Group also owns 100 percent of Iran's largest online classifieds company, Divar. Divar is the largest online classified platform in Iran. With more than 17 million active installations, Divar was the most downloaded app from Café Bazaar in 1397. It has an active presence in 60 cities of Iran, and in 1397, more than 360 thousand businesses made revenue on this platform.

There were more than 72 million posted ads on Divar in 1397 across all Iran. The highest number of ads belonged to real estate vertical with 16.5 million ads. Car vertical with 7.4 million ads stood next during the same period.

The valuation of Café Bazaar in local currency IRR in the NAV of Sarava is based on model valuation, including DCF.





### SECTOR: ONLINE TRAVEL

Sarava's third largest holding – **Tousha Group** is the leading online travel agency in Iran. In the 4th quarter of 2017, the largest online travel business in Iran (Alibaba

Travel) and one of the pioneers in that space (Zoraq) merged to form the new holding company Tousha. The merged company has about 45% and growing market share of online travel in Iran, with a dominant position in online domestic travel. Online travel agency is a large and high-potential market in Iran where Alibaba has built a strong position with a high level of brand awareness.

Alibaba GMV grew by 158% in Iranian year 1396 compared with 1395 and in 1397 it sold 5 million tickets with GMV growing 145% and is expected to demonstrate a three-digit growth next year as well.

The valuation of Tousha in local currency IRR in Sarava's annual NAV review is based on a model mainly looking at EV/Sales multiples of listed peers, applied both to Last Twelve Months (1397) and Next Twelve Months (1398) sales. For Sarava's annual valuation update two investment banks have also performed independent valuations of Tousha as input for the determined final valuation as per April 30, 2019.

Tousha sales value by product category in 1397







## Sarava Holdings



### SECTOR: ONLINE LOGISTICS Alopeyk

Iran's leading online courier and motorbike taxi. targeting to execute the GoJek model in Iran.

Having launched about a year ago with just motor bike couriers, it has already grown to over 50k filled orders per day and expanded its fleet from motorbikes only into vans and motorbike taxis as well.

The valuation of Alopeyk in local currency IRR in the NAV of Sarava is based on underlying IRR valuation in the last transaction from March 2019.

For more information, please visit the company's website: https://alopeyk.com



### SECTOR: DIGITAL ADVERTISEMENT & MEDIA Pejvak (former PPG)

Pishgaman Pejvak Pardis group (PPG) is a digital advertisement and media holding company, that has consolidated several prominent Iranian Adtech companies, including ADRO, A-Network, and ADAD and a host of other successful content and digital brand agencies including Final Target.

Pejvak has undergone substantial restructuring and is now run by high profile marketeers and is re-focusing on their core client business. We are following with high interest how Alibaba and now also Amazon have become substantial online-ad businesses and with the technology of Pejvak within the Sarava network there is in our point of view an opportunity here. Looking at the highly successful revenue streams of online marketing by global incumbent online retail platforms (Alibaba, Amazon) plans are being considered to work even closer with Digikala. Net sales growth for the company was 58% between 1396 and 1397.

The valuation of PPG in local currency IRR in the NAV of Sarava is based on underlying IRR valuation in last transaction from May 2018.



### SECTOR: DIGITAL ADVERTISEMENT & MEDIA Hamava Group

By the end of 1397, Avatech, Nouava, Avagames, and Hamava, as well as Zavieh and Shezan, merged together to create an integrated and converged start-up ecosystem offering. The merger was done to increase synergy and significantly reduce costs, while offering a variety of services to start-ups. The group sets the ground for the companies growth from early stage to full-fledged development and reaching maturity. Hamava is a technology company which specializes in technological entrepreneurship.

Avatech – Iran's most successful start-up accelerator program. Mentorship, entrepreneurial training, seed funding, a creative workspace, and investor demo days are a few of the services provided by Avatech.

As the start-ups mature, Sarava might do follow-on investments in the companies. Over the last two years, more than 50 start-ups have graduated from Avatech.

Avagames – is a start-up incubator focused on gaming startups and game studios.

Also included in Ashena group is Shezan - a NBIC accelerator, Nouava - which performs consultancy services to the start-up community and Hamava - which operates the new innovation factory.

The valuation of Hamava Group in local currency IRR in the NAV of Sarava is based on valuation of the groups entities in the merger transaction.

>> For more information, please visit the company's website: www.avatech.ir www.hamava.ir



## Sheypoor

**Shevpoor** offers a general classifieds platform, with a focus on certain key classifieds verticals. Monetisation testing through selling value added services have started with encouraging results and naturally there is an extra emphasis on cost reductions in the current environment, while the near term focus will remain on traffic growth and increasing liquidity on the platform. For the broad population the services remain free of charge, a particularly important feature in these economic times. Sheypoor already shows great progress in

growing efficiency gains with less costs. Shevpoor is developing its product and manages its operations on the basis on the vast and deep experience from successful international peers that sit in the network of Pomegranate and its shareholders.

In Q4 2017, Sheypoor successfully closed a funding round of EUR 7 million led by Pomegranate, which invested another EUR 3.7 million. Pomegranate was also joined in the funding round by two prominent external investors, including one Iranian listed VC. Pre-money valuation was EUR 42.3 million. After the transaction Pomegranate's shareholding in Shevpoor amounted to 44.6%. After an exercise of options in Sheypoor and related committment of EUR 550 thousand, Pomegranate's ownership in Sheypoor increased to 46.2%. Sheypoor recently acquired the Alounak.com, an online

platform for the real estate market in Iran. Its CRM service, management tools, platform and other B2B focused offerings will strengthen Shevpoor's position in the real estate vertical and complement Shevpoors horizontal platform and utilise Shevpoor's large number of visitors and leads. The acquisition was done in part cash and part equity and following the transaction Pomegranate's ownership in Shevpoor amounts to 45.6%.

In 1397 the marketing spend has been significantly reduced to safeguard cash in the current environment while the level of continued organic growth is very encouraging.

As per April 30, 2019 the valuation of Pomegranate's holding in Shevpoor is based on a model valuation using the combined development of key performance indicators such as Page Views, Unique monthly users, monthly new listings and sessions over the most recent three month period, relative to the pre-money valuation per KPI at the time around last funding round in December 2017, as well as KPI's based valuation comparison to recent valuations of private peers. The model establishes the updated IRR based valuation at IRR 4,092 billion, compared with post-money valuation of IRR 2,603 billion in December 2017, representing a 57% increase in IRR valuation. Pomegranate then translates into EUR based on the spot NIMA rate as per April 30, 2019 of 110,201. This results in a EUR value of Sheypoor as per April 30, 2019 of EUR 37.1 million, with a value of Pomegranate's stake of EUR 16.9 million. This compares with a post-money EUR based valuation of EUR 49.3 million in December 2017 following the latest fundraising, representing 25% decrease in EUR based valuation, while the Rial based valuation has increased by 57%.

Valuation basis: Model valuation Apr 30, 20			
	IRR bn	EUR million	
Sheypoor	4,092	37.1	
Pomegranate stake	1,867	16.9	

### Key Investment Data

Sector	Online classifieds
Company founded	2012
First investment	2014
Board representation	2 out of 4

16.9 meur Fair value in portfolio,

45.6% Pomegranate's ownership

% of investment portfolio

Apr 30, 2019



-9.5%

Change in company fair value. Feb 2019 - Apr 2019



For more information, please visit the company's website: www.sheypoor.com

## Griffon Capital

Griffon Capital ("Griffon") is an Iran-focused group providing Asset Management (Capital Markets & Private Equity) as well as Investment Banking Advisory. Among Griffon's primary objectives is to enable institutional investors the ability to seamlessly access and maximise opportunities in Iran through purpose-built vehicles and investment products spanning traditional and alternative assets. The Group's strength is rooted in a robust operating platform developed with the expressed aim of serving institutional investors. Griffon's platform

consists of a high calibre team with deep local market expertise and international financial pedigree blended at the board, management and execution levels. Griffon is also distinguished by unmatched local research and primary thinking and a governance culture defined by global best practices in risk management, compliance and reporting. During the recent months of increased uncertainty and volatility in local markets in Iran, Griffon has proven to be an especially effective and useful partner for analysis and information for Pomegranate.

Griffon has been the largest cross border M&A adviser in terms of number and value of mandates.

In 2018 Griffon sucessfully strengthened its local asset management offering, catering to the avalaible pools of money in Iran, which are less susceptible to international headlines.

While the number of cross border M&A activities has reduced in the current environment, post US withdrawal from the JCPOA, the strategy for the last year or so has been to focus more on local asset management which has proven to be the right decision. In 2018 Griffon more than tripled its total AuM to over 3 trillion rials.

In February 2018, there was a transaction among shareholders in Griffon whereby a shareholder owning 5% increased its ownership to 14.5% through a combination of new subscription, secondary and treasury share purchase at a valuation of the company of USD 5 million equivalent.

While given the current climate we are taking a conservative approach on valuation, it is likely that growth in local asset management business will make up for the shorfall in cross border activity and the valautions could be revised upwards in the short to mid term. Also further certainty with regards to macro economic environment would allow Griffon to move on to a DCF model again for future valuations.

As per April 30, 2019, Pomegranate values its investment in Griffon Capital on the basis of the transaction in February 2018, first restated to underlying IRR valuation at the time of the transaction, subsequently Pomegranate translates the IRR transaction value back into EUR based on the updated mid NIMA spot rate of 110,201 as per April 30, 2019. This results in an implied EUR value of Griffon Capital as per April 30, 2019 of EUR 2.1 million, and the value of Pomegranate's stake at EUR 326 thousand.

### Key Investment Data

Sector	Asset management & advisory
Company founded	2014
First investment	2014
<b>Board representation</b>	1 out of 6

### .3 mEUR

Fair value in portfolio, Apr 30, 2019

Pomegranate's ownership

15.2%

% of investment portfolio

0.3%

-14.3%

Change in company fair value. Feb 2019 - Apr 2019

Valuation basis: FX adjusted latest transaction valuation (Feb 2018)			
	IRR bn	EUR million	
Griffon Capital	237	2.1	
Pomegranate stake	36	0.3	

### **GIF Fund & PMA**

2.8 mEUR, 2.5 %

of investment portfolio

 $\gg$  For more information, please visit the company's website: www.griffoncapital.com

#### **GIF FUND**

The GIF Fund launched in April 2016 to unlock value from Iran's public equity market. It is a Cayman domiciled open ended fund, primarily investing in the equity securities of companies listed on the TSE and the IFB.

2018 was a strong period for the local stock market and Fund in terms of local currency returns, with the TEDPIX reaching consistently new all time highs, which was not surprising due to high concentration of exporters and commodity based companies in the index, which rallied post CBI currency devaluation on April 10, 2018, and continued currency weakness since. Since January 1, 2018 until April 30, 2019 the TEDPIX has rallied 125%. However, the Fund's Initial Series NAV is euro-denominated so the weakness of the rial does affect the NAV in a significant way. Following the fund's EUR NAV reported on March 31, 2018, the fund EUR NAV determination, redemption and subscription was temporarily suspended due to uncertainty about the exact exchange rate mechanism applicable to the fund. However, in December 2018 NAV determination was resumed following increased certainty of exchange rate regime and mechanism applicable to the fund.

In April 2019, Iranian stock markets continued to rally very strongly, with TEDPIX closing at +16.9% up for the month. This is following the March 2019 gains of 12.1% for the index. Iranian stock markets have been moving up to unprecedented levels, with trade volume going up at a proportionate rate.



As per April 30, 2019 the investment in the GIF Fund is valued at the Fund's last reported EUR NAV as per April 30, 2019, which in the quarter represented a significant positive adjustment of value since the TEDPIX had increased 35% in the period from January 31, 2019 to April 30, 2019.

#### **GRIFFON PMA**

The Portfolio Managed Account ("PMA") is a local currency denominated managed account.

The placing of funds in the PMA was mainly as a short term investment in the attractive Iranian yield levels at 15-20% YTM. Pomegranate has recently decided to unwind most of the fixed income positions.

As per April 30, 2019 the investment is valued at the accounts's reported IRR NAV as per April 30, 2019 translated into EUR at the mid NIMA spot rate as per April 30, 2019.

## Navaar

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Navaar is Iran's leading Spoken-Word Entertainment production and distribution platform. Navaar provides audiobooks, summary of the audiobooks, audio-dramas and audio-series. Their web and mobile apps offer audio content (for both adults and kids) in an easy-to-navigate catalog, the biggest of its kind in Iran. Navaar's has recently also launched podcast streaming service with included advertisements. Pomegranate concluded invested EUR 830,000 EUR in Navaar in September

2017 and secured a stake of 29.09% in the company. Navaar has been growing steadily and as per March 2019 the number of available titles was more than 2,900 compared with about 900 at the time of first investment. The Company now has more than 900 thousand registered users compared with about 350 thousand at the time of first investment.

The current level of monthly gross sales has increased by about 326% compared with the level at the time of first investment. The Company has also started to diversify its revenue stream into subscription model in addition to previous pay-on-demand model.

The valuation of Pomegranate's holding in Navaar is based on a model valuation using the average of a number of valuation methods. Those model valuations include EV/Sales peer group multiples for 2018 and 2019 forecast sales. Further valuation input is based on the development of actual quarterly gross sales, as well as development of key operational performance indicators compared with the level and valuation at the time of first investment. The model first establishes the updated IRR based valuation which at April 30, 2019 amounted to 379 IRR bln. Pomegranate then translates into EUR based on the spot NIMA rate as per April 30, 2019 of 110,201. This results in an implied EUR value of Navaar as per April 30, 2019 of EUR 3.4 million, with a value of Pomegranate's stake of EUR 1.0 million, which represents an increase in EUR based valuation of 21% compared with post-money valuation in September 2017, while the rial based valuation increased by about 184%.

### Key Investment Data

Sector Company founded First investment Board representation

1.0 mEUR

Apr 30, 2019



0.9%



Valuation basis: Model valuation Apr 30, 2019			
	IRR bn	EUR million	
Navaar	379	3.4	
Pomegranate stake	110	1.0	

For more information, please visit the company's website: www.navaar.ir



29.1 % Pomegranate's ownership

Change in company fair

value. Feb 2019 - Apr 2019

Audiobooks

2014

## Bahamta

اهمتا

In Q4 2017, Pomegranate concluded the agreement for an investment of EUR 500
thousand into the Iranian fintech start-up

Bahamta, active in the field of mobile based peer-to-peer monetary transfers.
The investment is payable in two tranches for a total shareholding of 14.3% upon completion.

Bahamta offers a simpler and safer alternative to traditional card-to-card or account-to-account P2P transfers through user friendly mobile based solution. The company has four products live,

targeted at different segements of the market, taking a small fixed fee per transaction. The company

is also working on payment solutions for enterprises will be monetised through a percentage fee of the total transaction.

Bahamta was among the first Iranian fin-tech startup companies to receive a technical business approval under a new fin-tech legal framework allowing to streamline the services of fin-tech compared to other sectors. These approvals highlights the recognition of innovative services to address key concerns in the market for payment services.

As per April 30, 2019 the valuation of Pomegranate's holding in Bahamta is based on the post-money valuation of the company following the investment agreements concluded on December 18, 2017. The EUR based transaction value from December 2017 is first restated to underlying IRR valuation at the time of the transaction, subsequently Pomegranate translates the IRR transaction value back into EUR based on NIMA spot rate of 110,201 as per April 30, 2019. This results in an implied EUR value of Bahamta as per April 30, 2019 of EUR 1.6 million, with a value of Pomegranate's stake of EUR 227 thousand.

In recent months Bahamta has experienced strong growth in the amount of registered users paying with the service, amounts of payments and revenue and if the growth continues Pomegranate is likely to reasses the valuation methodology.

### Key Investment Data

Sector	Fintech
Company founded	2015
First investment	2017
Board representation	1 out of 5

0.2 mEUR Fair value in portfolio,

Apr 30, 2019

% of investment portfolio



14.3 % Pomegranate's ownership

-14.3 % Change in company fair value, Feb 2019 - Apr 2019

18

Valuation basis: FX adjusted latest transaction valuation (Dec 2017)			
	IRR bn	EUR million	
Bahamta	175	1.6	
Pomegranate stake	25	0.2	

> For more information, please visit the company's website: www.bahamta.com

## Income statements

### Group

(Expressed in EUR thousands)	May 1, 2018- Apr 30, 2019	May 1, 2017- Apr 30, 2018	Feb 1, 2019- Apr 30, 2019	Feb 1, 2018- Apr 30, 2018
Result from financial assets at fair value through profit or loss <sup>1</sup>	-19,985	-24,021	6,994	-24,650
Total operating income	-19,985	-24,021	6,994	-24,650
Operating expenses	-2,879	-3,058	-510	-568
Operating result	-22,864	-27,079	6,484	-25,217
Financial income and expenses				
Exchange gains/losses, net	1	-41	-6	-41
Interest income	-	-	-	-
Interest expense	-16.1	-1.6	-16.0	-0.1
Net financial items	-15	-43	-22	-41
Result before tax	-22,879	-27,122	6,462	-25,258
Income tax	-	-	-	-
Net result for the financial period	-22,879	-27,122	6,462	-25,258
Earnings per share (in EUR)	-4.2	-5.0	1.2	-4.7
Diluted earnings per share (in EUR)	-4.2	-5.0	1.2	-4.7

### Statement of comprehensive income

(Expressed in EUR thousands)	May 1, 2018- Apr 30, 2019	May 1, 2017- Apr 30, 2018	Feb 1, 2019- Apr 30, 2019	Feb 1, 2018- Apr 30, 2018
Net result for the financial period	-22,879	-27,122	6,462	-25,258
Other comprehensive income for the period:				
Items that may be classified subsequently to profit or loss:				
Currency translation differences				
Disposals	-	-	-	-
Total other comprehensive income for the period	-	-	-	-
Total comprehensive income for the period	-22,879	-27,122	6,462	-25,258

Total comprehensive income for the periods above is entirely attributable to the equity holders of the parent company.

## Balance sheets

### Group

(Expressed in EUR thousands)	Apr 30, 2019	April 30, 2018
NON CURRENT ASSETS		
Tangible fixed assets		
Office equipment and Furniture & Fittings	25	31
Total tangible fixed assets	25	31
Financial non current assets		
Financial assets at fair value through profit or loss	93,052	111,865
Total financial non current assets	93,052	111,865
Total non current assets	93,077	111,896
CURRENT ASSETS		
Cash and cash equivalents	16,794	23,421
Derivative Financial instrument	91	805
Tax receivables	75	83
Other current receivables	55	92
Total current assets	17,015	24,401
TOTAL ASSETS	110,092	136,297
SHAREHOLDERS' EQUITY		
(including net result for the financial period)	108,774	131,429
CURRENT LIABILITIES		
Non-interest bearing current liabilities		
Trade payables	43	22
Other current liabilities	601	4,110
Accrued expenses	636	735
Tax liability	37	-
Total current liabilities	1,317	4,867
TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES	110,092	136,297

# Statement of changes in equity

### Group

(Expressed in EUR thousands)	Share capital	Other paid in capital	Other reserves	Retained earnings	Total
Balance at May 1, 2017	5,405	100,007	795	52,345	158,552
Net result for the period	-	-	-	-27,122	-27,122
May 1, 2017 to April 30, 2018	-	-	-		
Other comprehensive income for the period					
Currency translation differences	-	-	-	-	-
Total comprehensive income for the period	-	-	-	-27,122	-27,122
May 1, 2017 to April 30, 2018	-	-	-	-	-
Transaction with owners					
Proceeds from rights issue	-	-	-	-	-
Transaction costs		-	-	-	-
Share based compensation	-		-	-	-
Balance at April 30, 2018	5,405	100,007	795	25,223	131,429

(Expressed in EUR thousands)		Share apital	Other paid in capital	Other reserves	Retained earnings	Total
Balance at May 1, 2018		5,405	100,007	795	25,223	131,429
Net result for the period						
May 1, 2018 to April 30, 2019		-	-	-	-22,879	-22,879
Other comprehensive income for the period						
Currency translation differences		-	-	-	-	-
Total comprehensive income for the period						
May 1, 2018 to April 30, 2019		-	-	-	-22,879	-22,879
Transaction with owners						
Proceeds from rights issue		-	-	-	-	-
Transactions costs rights issue		-	-	-	-	-
Employee stock option program	÷	-	-	-	-	-
Share-based long-term incentive program		-	224	-	-	224
Balance at April 30, 2019		5,405	100,230	795	2,344	108,774

## Cash flow statement

### Group

	2018-05-01 -	2017-05-01 -	2019-02-01 -	2018-02-01 -
(Expressed in EURO)	2018-05-01 - 2019-04-30	2018-04-31	2019-02-01 - 2019-04-30	2018-02-01-
Operating activities				
Result before tax	-22,879	-27,122	6,462	-25,258
Adjustment for non-cash items			-	-
Depreciation	6	-	2	-
Interest income and expense, net	16.1	2	16.0	0.1
Currency exchange gains/-losses	-1	42	6	41
Incentive programs	224	-	79	-
Result from financial assets at fair value through profit or loss	19,985	24,021	-6,994	24,650
Change in operating receivables	23	41	74	176
Change in operating liabilities	-57	-396	97	-649
Net cash used in operating activities	-2,684	-3,413	-258	-1,040
Investment activities				
Investment in financial assets	-3,928	-15,047	-200	-8,913
Investment in subsidiaries	-	6	_	-
Interest paid	-16	-2	-16	-0.1
Cash flow used in investing activities	-3,944	-15,043	-216	-8,914
Financing activities				
Transaction costs related to share issue	_	-1,589	_	-2
Cash flow used in financing activities	-	-1,589	-	-2
Cash flow during the period	-6,628	-20,045	-474	-9,956
Cash and cash equivalents at beginning of the period	23,421	43,491	17,274	33,404
Exchange losses/gains on cash and cash equivalents	1	-25	-6	-28
Cash and cash equivalents at the end of period	16,794	23,421	16,794	23,421

# Alternative performance measures

As of July 3, 2016 new guidelines on APMs (Alternative Performance Measures) are issued by ESMA (the European Securities and Markets Authority). APMs are financial measures other than financial measures defined or specified by International Financial Reporting Standards (IFRS). Pomegranate Investment AB (publ) regularly uses alternative performance measures to enhance comparability from period to period and to give deeper information and provide meaningful supplemental information to analysts, investors and other parties. It is important to know that not all companies calculate alternative performance measures identically, therefore these measurements have limitations and should not be used as a substitute for measures of performance in accordance with IFRS. Below you find our presentation of the APMs and how we calculate these measures.

	May 1, 2018 - Apr 30, 2019	May 1, 2017 - Apr 30, 2018
Equity ratio, % <sup>1</sup>	98.8%	96.4%
Net asset value, EUR	108,774,349	131,429,435
Net asset value/share, EUR <sup>2</sup>	20.1	24.3
Earnings/share, EUR <sup>3</sup>	-4.2	-5.0
Diluted earnings/share, EUR <sup>4</sup>	-4.2	-5.0
Weighted average number of shares for the financial period	5,404,601	5,404,601
Weighted average number of shares for the financial period (fully diluted)	5,569,156	5,598,622
Number of shares at balance sheet date	5,404,601	5,404,601

1. Equity ratio is defined as shareholders' equity in relation to total assets.

2.Net asset value/share is defined as shareholders' equity divided by total number of shares.

3. Earnings/share is defined as result for the period divided by average weighted number of shares for the period.

4.Diluted earnings/share is defined as result for the period divided by average weighted number of shares for the period calculated on

a fully diluted basis.

## Income statements

### Parent Company

(Expressed in EUR thousands)	May 1, 2018- Apr 30, 2019	May 1, 2017- Apr 30, 2018	F
Result from financial assets at fair value through profit or loss	-19,985	-24,021	
Operating expenses	-2,879	-3,058	
Operating result	-22,864	-27,079	
Financial income and expenses			
Exchange gains/losses, net	1	-41	
Interest income	-	-	
Interest expense	-16.1	-1.6	
Net financial items	-15	-43	
Result before tax	-22,879	-27,122	
Income tax	-	-	
Net result for the financial period	-22,879	-27,122	

Feb 1, 2019- Apr 30, 2019	Feb 1, 2018- Apr 30, 2018
6,994	-24,650
-510	-568
6,484	-25,217
-6	-41
-	-
-16.0	-0.1
-22	-41
6,462	-25,258
-	-
6,462	-25,258

### Statement of comprehensive income

(Expressed in EUR thousands)	May 1, 2018- Apr 30, 2019	May 1, 2017- Apr 30, 2018	Feb 1, 2019- Apr 30, 2019	Feb 1, 2018- Apr 30, 2018
Net result for the financial period				
Other comprehensive income for the period:	-22,879	-27,122	6,462	-25,258
Items that may be classified subsequently to profit or loss:			÷	
Currency translation differences				
Total other comprehensive income for the period	-	-	-	-
Total comprehensive income for the period	-22,879	-27,122	6,462	-25,258

## Balance sheets

### Parent Company

(Expressed in EUR thousands)	Apr 30, 2019	April 30, 2018
NON CURRENT ASSETS		
Tangible fixed assets		
Office equipment and Furniture & Fittings	25	31
Total tangible fixed assets	25	31
Financial non current assets		
Shares in subsidiaries	6	6
Financial assets at fair value through profit or loss	93,052	111,865
Total financial non current assets	93,058	111,870
Total non current assets	93,082	111,901
CURRENT ASSETS		
Cash and cash equivalents	16,789	23,415
Derivative Financial instrument	91	805
Tax receivables	75	83
Other current receivables	55	92
Total current assets	17,009	24,396
TOTAL ASSETS	110,092	136,297
SHAREHOLDERS' EQUITY		
(including net result for the financial period)	108,774	131,429
CURRENT LIABILITIES		
Non-interest bearing current liabilities		
Trade payables	43	22
Other current liabilities	601	4,110
Accrued expenses	636	735
Tax liability	37	-
Total current liabilities	1,317	4,867
TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES	110,092	136,297

## Statement of changes in equity

### Parent Company

### Parent Company May 1, 2017 - April 30, 2018

	Restricted equity	Non-restricted equity			
(Expressed in EUR thousands)	Share capital	Other paid in capital	Retained earnings	Total non- restricted equity	Total
Opening shareholder's equity	5,405	100,007	53,141	153,147	158,552
Net result for the period	-	-	-27,122	-27,122	-27,122
Total comprehensive income for the period	-	-	-27,122	-27,122	-27,122
Proceeds from rights issue	-	-	-	-	-
Transaction costs	-	-	-	-	-
Share based compensation	-	-	-	-	-
Balance at April 30, 2018	5,405	100,007	26,018	126,025	131,429

### Parent Company May 1, 2018 - April 30, 2019

	Restricted equity	Non-restricted equity			
(Expressed in EUR thousands)	Share capital	Other paid in capital	Retained earnings	Total non- restricted equity	Total
Opening shareholder's equity	5,405	100,007	26,018	126,025	131,429
Net result for the period	-	-	-22,879	-22,879	-22,879
Total comprehensive income for the period	-	-	-22,879	-22,879	-22,879
Proceeds from rights issue	-	-	-	-	-
Transactions costs rights issue	-	-	-	-	-
Employee stock option program					
Share-based long-term incentive program	-	224	-	-	224
Balance at April 30, 2019	5,405	100,230	3,139	103,146	108,774

## Accounting Principles and Notes to the Financial Statements

### Note 1 – Accounting principles

This consolidated interim report is prepared in accordance with IAS 34 Interim Financial Reporting. The same accounting principles and methods of calculations have been applied for the Group as for the preparations of the consolidated accounts for the Company for the period 1 January 2017 - 30 April 2018. The Company's annual report for the period 1 January 2017 - 30 April 2018 is available at the Company's website: www.pomegranateinvestments.com

IFRS 9, Financial instruments, is effective from January 1, 2018. The Company has analysed the replacement from IAS 39 to IFRS 9 and have concluded that there is no significant impact on the financial statements of the Company other than additional disclosure requirements.

Following the implementation of new financial year of May 1 – April 30, starting from May 1, 2018 corresponding quarterly periods in 2017 have been established for comparable purposes. The established 2017 comparable periods have not been subject to review by the companies auditors.

### Note 2 – Related party transactions

In the reporting period May 1, 2018 -Apr 30, 2019 the costs for the long-term incentive programs LTIP 2018 for the management amounted to EUR 149.0 thousand, excluding social taxes and for the Board of Directors EUR 47.7 thousand, there were no share related compensation in the comparative period. See details of the LTIP 2018 in Note 4.

During the period Pomegranate has recognised the following related party transactions:

	Operating	g expenses	Receiv	/ables
EUR thousand	May 1, 2018 - Apr 30, 2019	May 1, 2017 - Apr 30, 2018	May 1, 2018 - Apr 30, 2019	May 1, 2017 - Apr 30, 2018
Management and board of directors <sup>1</sup>	940	963	3	3

1. Compensation paid or payable includes salary and bonuses to the management and key employees as well as remuneration to the Board members.

### Note 3 – Fair value estimation

The management of Pomegranate has to make estimates and judgements when preparing the Financial Statements of the Group. Uncertainties in the estimates and judgements could have an impact on the carrying amount of assets and liabilities and the Group's result. The numbers below are based on the same accounting and valuation policies as used in the Company's most recent Annual Report.

### Fair value of unlisted financial assets

The estimates and judgements when assessing the fair value of unlisted financial assets at fair value through profit or loss are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

#### Estimates of fair value

The table below shows securities that are reported at fair value, categorised as per the valuation method. The different levels are defined as follows:

#### Level 1:

Unadjusted, quoted prices on active markets for identical assets or liabilities.

#### Level 2:

Observable data for the asset or liability other than quoted prices included in level 1. Either directly (i.e. as quoted prices) or indirectly (i.e. derived from quoted prices).

#### Level 3:

Data for the asset or liability that is not based on observable market data (i.e. non-observable data).

The following table presents the group's changes of financial assets in level 3.

EUR thousands	Level 3
Opening Balance May 1, 2018	110,089
Adition to level 3	551
Change in fair value during the year	-20,269
Closing balance April 30, 2019	90,370

During the period May 1, 2018 – April 30, 2019 there was an addition of EUR 551 thousand into level 3.

Fair value of financial investments that are not traded in an active market is established through the price of recently conducted market transactions or using various valuation techniques depending on the characteristics of the company and the nature of and risks associated with the investment. These valuation techniques include valuation of discounted cash flows (DCF), valuation based on a disposal multiple (also called LBO valuation), asset-based valuation and valuation according to future-oriented multiples based on comparable listed companies. Transaction-based valuations are normally used unadjusted over a period of 12 months, provided that no significant reason for revaluation has arisen. After 12 months, one of the models described above is normally used to value unlisted holdings.

The validity of valuations based on previous transactions may unavoidably be eroded over time because the price when the investment was made reflects the prevailing conditions on the transaction date. On each reporting date, an assessment is carried out as to whether changes or events after the relevant transaction would mean any change in the fair value of the investment and, if such is the case, the valuation is adjusted accordingly. Transaction-based valuations of unlisted holdings are continuously assessed against

#### The company's assets measured at fair value as at April 30, 2019:

2019-04-30	Level 1	Level 2	Level 3	Total
Financial assets at fair value through profit or loss				
Total assets	-	2,773	90,370	93,143

#### The company's assets measured at fair value as at April 30, 2018:

2018-04-30	Level 1	Level 2	Level 3	Total
Financial assets at fair value through profit or loss				
Total assets	-	2,580	110,089	112,669

company-specific data and external factors that could affect the fair value of the holding.

The Company has eight investments as at April 30, 2019 of which two are classified as belonging to level 2, six investments in level 3. The Company values the total of investment holdings at EUR 93,143 thousand as at April 30, 2019.

#### Sarava

Pomegranate's total investment in Sarava as at April 30. 2019 amounts to EUR 71.8 million. In February 2018 Sarava initiated a funding round in which Pomegranate committed to invest EUR 12.7 million. Pomegranate's stake in Sarava amounts to 15.7% as per April 30, 2019. As per April 30, 2019 Pomegranate's holding in Sarava is valued based on the local currency/IRR NAV of Sarava, which in turn is established after annual review of all its portfolio companies after the end of Iranian year 1397, the valuations are based on a combination of valuation models and last transaction of its portfolio companies. For this annual valuation update Sarava has also received and taken into account independent valuations from two investment banks for two of the largest holdings - Digikala and Tousha. The NAV reported by Sarava as per April 30, 2019 is IRR 50,400 billion, which corresponds to a value of EUR 457.3 million for the company and EUR 71.8 million for Pomegranate's stake, using the mid NIMA EUR/ IRR spot rate of 110.201 as of April 30, 2019. The Company's holding in Sarava is classified as level 3.

#### Digikala

Digikala, Sarava's largest asset, is valued using a combination of different approaches (peer multiples, and DCF) and the resulting valuation in local currency IRR for example implies a forward looking (1398 year) multiple in local currency GMV of 1.05, which is guite reasonable given the past and expected growth as well as market leading position, while the implied multiple is lower than prior years taking current Iranian conditions into account. For the first time Sarava has also enlisted two external companies for independent valuation assessment of Digikala as part of the annual NAV review. The peer group used to value Digikala includes both listed E-commerce and online fashion peers including Amazon, Jumia, MercadoLibre, Zalando, JD.com, Koogan, Yoox and Asos. The private peer group includes multiples based on transactions in Flipkart, Lazado and Soug. The peer choice also accounts for the Digistyle online fashion business and expansion of Digikalas market place business.

#### Café Bazaar

The valuation of Café Bazaar in local currency IRR in the NAV of Sarava is based on model valuation, including DCF.

### Note 3 – cont'd

#### Tousha

The valuation of Tousha in local currency IRR in Sarava's annual NAV review is based on a model mainly looking at EV/Sales multiples of listed peers, applied both to Last Twelve Months (1397) and Next Twelve Months (1398) sales. For Sarava's annual valuation update two investment banks have also performed independent valuations of Tousha as input for the determined final valuation as per April 30, 2019. The peer group used to value Tousha include both listed and private peers such as Ctrip, OneTwoTrip, TongChen, WebJet, HostelWorld, Bookings.com and Expedia.

#### Sheypoor

In December 2017 Pomegranate invested another EUR 3.7 million into the company in a capital raise which valued the company pre-money at EUR 42.3 million and post-money 49.3. After the transaction Pomegranate's shareholding in Sheypoor amounted to 44.6%. After a recent exercise of options in Shevpoor and related exercise price of EUR 550 thousand, and Sheypoor's acquisition of Alounak, Pomegranate's ownership in Shevpoor is currently 45.6%. As per April 30, 2019 the valuation of Pomegranate's holding in Shevpoor is based on a model valuation using the combined development of key performance indicators such as Page Views. Unique monthly users, monthly new listings and sessions over the most recent three month period, relative to the pre-money valuation per KPI at the time around last funding round in December 2017, as well as benchmarking KPI's based valuation in recent valuations of private peers. The model establishes the updated IRR based valuation at IRR 4.092 billion, corresponding to a value of EUR 37.1 million for the company and EUR 16.9 million for Pomegranate's stake, using the mid NIMA EUR/IRR spot rate of 110,201 as of April 30, 2019. The Company's holding in Sheypoor is classified as level 3.

#### Sheypoor option

On August 7, 2017 Pomegranate finalised a call option agreement with the other shareholders in Sheypoor to reflect Pomegranates past and present firm funding commitment to Sheypoor's development. The options in the agreement are divided into two series, the first series representing 77% of the options has a strike price valuation for Sheypoor of EUR 17,636,684 and are exercisable from the date of the agreement and until May 2018 and the other series representing 23% of the options has a strike price valuation for Sheypoor of EUR 26,455,026.55 and are exercisable from the date of the agreement and until May 2019. Pomegranate has exercised the first series of options, As per April 30, 2019 the value of the remaining options is based on exercise value of

Change in financial assets at fair value through profit and loss	Opening balance 2018-05-01	Investments/ (disposals), net EUR	Change in fair value	Closing balance 2019-04-30	Percentage of portfolio, %
Sarava	90,229,346	-	-18,449,020	71,780,326	77.1%
Sheypoor	17,547,681	550,593	-1,152,403	16,945,871	18.2%
Sheypoor option	804,723	-	-713,944	90,779	0.1%
Griffon Capital	542,682	-	-216,636	326,046	0.4%
Griffon Iran Flagship Fund	1,426,415	-	533,534	1,959,949	2.1%
Griffon Managed Account	1,153,701	-	-341,057	812,644	0.9%
Navaar	587,235	-	413,269	1,000,504	1.1%
Bahamta	377,592	-	-150,733	226,859	0.2%
Total financial assets held for trading	112,669,375	550,593	-20,076,989	93,142,979	100%

the options based on the valuation of Sheypoor of EUR 37.1 million as of April 30, 2019. The Company's holding in Sheypoor options is classified as level 3.

### **Griffon Capital**

As per April 30, 2019 Pomegranate owns 15,2 percent of the outstanding shares Griffon Capital. The valuation of Griffon Capital is based on the underlying IRR transaction value in the February 2018 transaction, which translates into EUR 2.1 million for the whole company, and EUR 0.3 million for Pomegranate's stake, using the mid NIMA EUR/IRR spot rate of 110,201 as of April 30, 2019 and is deemed the best fair value estimate of the holding. The holding in Griffon Capital is classified as level 3.

#### **Griffon Iran Flagship Fund**

As per April 30, 2019 the fund investment is valued at the fund's EUR NAV as per April 30, 2019. The holding in Griffon Iran Flagship Fund is classified as level 2.

#### **Griffon Portfolio Managed Account**

As per April 30, 2019 the investment is valued at the account's reported IRR based NAV as per April 30, 2019 translated into EUR at the mid NIMA EUR/IRR spot rate of 110,201 as of April 30, 2019. The holding in Griffon Portfolio Managed Account is classified as level 2.

#### Navaar

In August and September 2017 Pomegranate concluded agreements for an investment of EUR 830 thousand in Navaar, including a secondary and primary part as well

as conversion of the previously extended loan of EUR 131 thousand into equity and holds a stake of 29.09% in the company. As per April 30, 2019 the valuation of Pomegranate's holding in Navaar is based on a model valuation using the average of a number of valuation methods. Those model valuations include EV/Sales peer group multiples for 2018 and 2019 forecast sales. Further valuation input is based on the development of actual quarterly gross sales, as well as development of key operational performance indicators compared with the level and valuation at the time of first investment. The model first establishes the updated IRR based valuation which is then translated into EUR based on the mid NIMA spot rate as per April 30, 2019 of 110,201. This results in a EUR value of Navaar as per April 30, 2019 of EUR 3.4 million, with a value of Pomegranate's stake of EUR 1.0 million. The holding in Navaar is classified as level 3.

#### Bahamta

In Q4 2017, Pomegranate concluded the agreement for an investment of EUR 500 thousand into the Iranian fintech start-up – Bahamta, active in the field of mobile based peer-to-peer monetary transfers. The investment is payable in two tranches for a total shareholding of 14.3% upon completion. The first tranche was transferred in January 2018. As per April 30, 2019 Pomegranate's holding in Bahamta is valued based the currency adjusted post-money valuation of the company following the investment using the mid NIMA EUR/ IRR spot rate of 110,201 as of April 30, 2019. The holding in Bahamta is classified as level 3.

### Note 3 – cont'd

		Valuation basis: d 1397 IRR NAV	Sensitivity	analysis – EUR V	alue at different	: EUR development	vs IRR
	IRR bn	EUR million	-20%	-10%	NIMA Mid, Apr 30, 2019	10%	20%
Sarava	50,400	457.3	571.7	508.2	457.3	415.8	381.1
Pomegranate stake	7,910	71.8	89.7	79.8	71.8	65.3	59.8

Valuation basis: Model valuation Apr 30, 2019 Sensitivity analysis – EUR Value at different EUR development vs IRI				nt vs IRR			
	IRR bn	EUR million	-20%	-10%	NIMA Mid, Apr 30, 2019	10%	20%
Sheypoor	4,092	37.1	46.4	41.3	37.1	33.8	30.9
Pomegranate stake	1,867	16.9	21.2	18.8	16.9	15.4	14.1

		Valuation basis: atest transaction ation (Feb 2018)	Sensitivity	analysis – EUR \	/alue at different	EUR developmen	t vs IRR
	IRR bn	EUR million	-20%	-10%	NIMA Mid, Apr 30, 2019	10%	20%
Griffon Capital	237	2.1	2.7	2.4	2.1	2.0	1.8
Pomegranate stake	36	0.3	0.4	0.4	0.3	0.3	0.3

Valuation basis: Model valuation Jan 31, 2019 Sensitivity analysis – EUR Value at different EUR development vs IRR					t vs IRR		
	IRR bn	EUR million	-20%	-10%	NIMA Mid, Apr 30, 2019	10%	20%
Navaar	379	4.0	4.3	3.8	3.4	3.1	2.9
Pomegranate stake	110	1.2	1.3	1.1	1.0	0.9	0.8

		Valuation basis: test transaction ation (Dec 2017)	Sensitivity	analysis – EUR \	/alue at different	EUR developmen	t vs IRR
	IRR bn	EUR million	-20%	-10%	NIMA Mid, Apr 30, 2019	10%	20%
Bahamta	175	1.6	2.0	1.8	1.6	1.4	1.3
Pomegranate stake	25	0.2	0.3	0.3	0.2	0.2	0.2

### Loan receivables

The Company has no outstanding loan receivables as per April 30, 2019.

### **Current liabilities**

The book value for interest-bearing loans, accounts payable and other financial liabilities are deemed to correspond to the fair values.

### Note 4 – Long term incentive

### program LTIP 2018

At the 2018 annual general meeting held on September 6, 2018, it was resolved to implement a share-based long-term incentive program for management and Board of Directors of Pomegranate Investment. The program runs from January 1, 2018 through April 30, 2021, and encompasses a maximum of 140,520 shares, corresponding to a dilution of 2.53% of the total number of shares outstanding. Program participants purchase shares in the company, and for each purchased share is entitled to receive a number of additional shares, so-called performance shares, free of charge, subject to fulfilment of a performance condition set on the basis of the Company's NAV. Pursuant

to IFRS 2, the costs for the program will be reported over the profit and loss statement during the period September 6, 2018 through April 30, 2021.

In the reporting period February 1, 2018 – April 30, 2019, the reported costs for the program amounted to EUR 74 thousand, in the reporting period May 1, 2018 – April 30, 2019, the reported costs for the program amounted to EUR 197 thousand excluding associated social fees, and EUR 224 thousand including social fees.

## Note 5 – Employee share option program

192,500
85,000
107,500

### Warrant series

No warrants	Exercise price (EUR)	Expiration date
107,500	24	2019-12-31

## Note 6 – Risk and uncertainty factors

The Company's risks and uncertainty factors are described in detail in the Company's Annual Report for the period 1 January 2017 - 30 April 2018, on page 19-20. This report has not been subject to review by the Company's auditors.

### Stockholm, June 27, 2019

Per Brilioth
Chairman

Nadja Borisova	Anders F. Börjesson
Mohsen Enayatollah	Vladimir Glushkov

## Information and Contact

### **Financial information**

Annual Report May 1 – Apr 30 Annual General Meeting 2019 Interim Report May 1 – Oct 31 August 21, 2019 September 10, 2019 December 18, 2019

### **Investor relations**

Gustav Wetterling, CFO +46 (0)8 545 01550 ir@pomegranateinvestment.com

### Address

Pomegranate Investment AB (publ) Mäster Samuelsgatan 1 SE-111 44 Stockholm Sweden Tel. +46 (0)8 545 015 50 info@pomegranateinvestment.com www.pomegranateinvestment.com



The pomegranate, botanical name Punica granatum, is a fruit-bearing deciduous shrub or small tree in the family Lythraceae that grows between 5 and 8 metres tall. As intact arils or juice, pomegranates are used in baking, cooking, juice blends and meal garnishes. The pomegranate originated in the region of modern-day Iran, and has been cultivated since ancient times throughout the Mediterranean region and northern India.

It was after an initial visit to Iran that the investment team summarised impressions from the trip at the airport. The friendly people, the opportunities, the culture and food. Pomegranate in various forms had been omnipresent during the stay, hence the name – Pomegranate Investment.



